

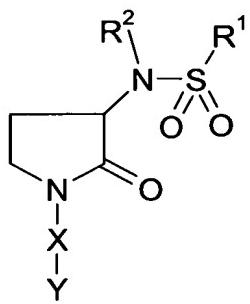
Amendments To The Claims:

This listing of claims will replace all prior versions, and listings, of claims in the application:

In the Claims:

What is claimed is:

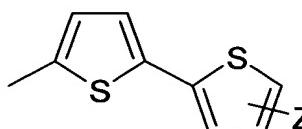
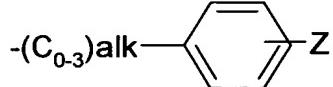
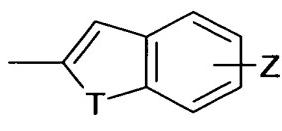
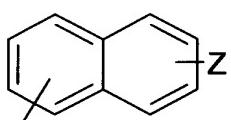
1. (Currently amended) A compound of formula (I):



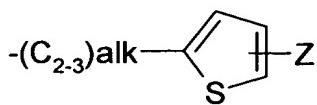
(I)

wherein:

R¹ represents a group selected from:



, or



each ring of which optionally contains includes a further heteroatom N,
Z represents an optional substituent halogen,
alk represents alkylene or alkenylene,
T represents S, O or NH;

R^2 represents $-C_{1-6}\text{alkyl}$, $-C_{1-3}\text{alkylCN}$, $-C_{0-3}\text{alkyl}IR^c$, $-C_{1-3}\text{alkyl}IR^f$, $-C_{2-3}\text{alkyl}NR^aR^b$, $-C_{2-3}\text{alkyl}OC_{1-6}\text{alkyl}$, $-C_{2-3}\text{alkyl}OC_{1-3}\text{alkyl}CONR^aR^b$, with the proviso that R^2 does not represent $C_{2-3}\text{alkylmorpholino}$;

R^a and R^b independently represent hydrogen, $-C_{1-6}\text{alkyl}$, or together with the N atom to which they are bonded form a 5-, 6- or 7- membered non-aromatic heterocyclic ring optionally containing consisting of an additional heteroatom selected from O, N or $S(O)_n$, optionally substituted by $-C_{1-4}\text{alkyl}$, ~~and optionally the S heteroatom is substituted by O i.e. represents $S(O)_n$~~ ;

R^c represents $-C_{3-6}\text{cycloalkyl}$;

R^f represents phenyl or a 5- or 6- membered aromatic heterocyclic ring, containing at least one heteroatom selected from O, $N(O)_m$ or $S(O)_n$, optionally substituted by 0 to 2 groups selected from $-C_{1-4}\text{alkyl}$ or $-NH_2$, ~~and optionally the S or N heteroatom is substituted by O, i.e. represents $S(O)_n$ or N-oxide~~;

n represents 0-2;

m represents 0 or 1:

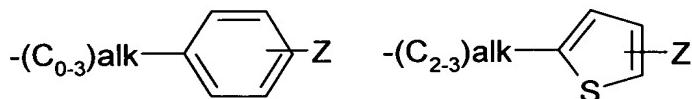
X represents phenyl or a 5- or 6- membered aromatic heterocyclic group containing at least one heteroatom selected from O, N or S, each of which is optionally substituted by 0-2 groups selected from: halogen, $-C_{1-4}\text{alkyl}$, $-C_{2-4}\text{alkenyl}$, $-CN$, $-CF_3$, $-NR^aR^b$, $-C_{0-4}\text{alkyl}OR^e$, $-C(O)R^d$ and $-C(O)NR^aR^b$;

R^e represents hydrogen or $-C_{1-6}\text{alkyl}$;

Y represents a substituent selected from hydrogen, halogen, $-C_{1-4}\text{alkyl}$, $-C_{2-4}\text{alkenyl}$, $-NR^aR^b$, $-NO_2$, $-C(O)NR^aR^b$, $-N(C_{1-4}\text{alkyl})(CHO)$, $-NHCOC_{1-4}\text{alkyl}$, $-NHSO_2R^d$, $-C_{0-4}\text{alkyl}OR^e$, $-C(O)R^d$, $-S(O)_nR^d$, or $-S(O)_2NR^aR^b$;

R^d represents $-C_{1-6}\text{alkyl}$;
and/or a pharmaceutically acceptable derivative thereof.

2. (Currently amended) A compound according to claim 1 wherein R^1 represents a group selected from:



each ring of which optionally contains includes a further heteroatom N,
 Z represents an optional substituent halogen,
 alk represents alkylene or alkenylene, and
 T represents S, O or NH.
and/or pharmaceutically acceptable derivative thereof.

3. (Currently amended) A compound according to claim 1 or ~~claim 2~~ wherein
 R^2 represents $-C_{1-6}\text{alkyl}$, $-C_{0-3}\text{alkyl}IR^c$, $C_{1-3}\text{alkyl}IR^f$, $-C_{2-3}\text{alkyl}INR^aR^b$, $-C_{2-3}\text{alkyl}OC_{1-6}\text{alkyl}$, or $-C_{2-3}\text{alkyl}OC_{1-3}\text{alkyl}CONR^aR^b$ and/or pharmaceutically acceptable derivative thereof.

4. (Currently amended) A compound according to ~~any one of~~ claims 1-3 wherein X represents phenyl or a 5 or 6 membered aromatic heterocyclic group containing consisting of at least one heteroatom selected from O, N or S, each of which is optionally substituted by 0-2 groups selected from: halogen, $-C_{1-4}\text{alkyl}$ or $-NR^aR^b$.

5. (Currently amended) A compound according to ~~any one of~~ claims 1-4 wherein Y represents a substituent selected from $-C(O)NR^aR^b$, $-S(O)_nR^d$, $-S(O)_2NR^aR^b$, $-N(C_{1-4}\text{alkyl})(CHO)$ or $-NHSO_2R^d$ and/or pharmaceutically acceptable derivative thereof.

6. (Currently amended) A compound according to ~~claim 1~~ selected from:
 $4\text{-}\{(3S)\text{-}3\text{-}\{[(1E)\text{-}2\text{-}(5\text{-Chloro-2-thienyl)}\text{-}1\text{-propen-1-yl]sulfonyl}\}\text{(cyclopropylmethyl)amino}\}\text{-}2\text{-oxo-1-pyrrolidinyl}\}\text{-}3\text{-fluoro-}N,N\text{-dimethylbenzamide};$
 $4\text{-}\{(3S)\text{-}3\text{-}\{[(1E)\text{-}2\text{-}(5\text{-Chloro-2-thienyl)}\text{-}1\text{-propen-1-yl]sulfonyl}\}\text{[3-(dimethylamino)propyl]amino}\}\text{-}2\text{-oxo-1-pyrrolidinyl}\}\text{-}3\text{-fluoro-}N,N\text{-dimethylbenzamide};$
 $4\text{-}\{(3S)\text{-}3\text{-}\{[(1E)\text{-}2\text{-}(5\text{-Chloro-2-thienyl)}\text{-}1\text{-propen-1-yl]sulfonyl}\}\text{[2-(dimethylamino)ethyl]amino}\}\text{-}2\text{-oxo-1-pyrrolidinyl}\}\text{-}3\text{-fluoro-}N,N\text{-dimethylbenzamide};$

4-[(3S)-3-{[2-[(2-Amino-2-oxoethyl)oxy]ethyl}{[(1E)-2-(5-chloro-2-thienyl)-1-propen-1-yl]sulfonyl}amino)-2-oxo-1-pyrrolidinyl]-3-fluoro-N,N-dimethylbenzamide;

4-[(3S)-3-{[(1E)-2-(5-Chloro-2-thienyl)-1-propen-1-yl]sulfonyl}(cyclopentyl)amino]-2-oxo-1-pyrrolidinyl]-3-fluoro-N,N-dimethylbenzamide;

4-((3S)-3-{[(1E)-2-(5-Chloro-2-thienyl)-1-propen-1-yl]sulfonyl}{(1-methyl-1H-imidazol-2-yl)methyl}amino)-2-oxo-1-pyrrolidinyl]-3-fluoro-N,N-dimethylbenzamide;

4-[(3S)-3-{[(1E)-2-(5-Chloro-2-thienyl)-1-propen-1-yl]sulfonyl}(1-methylethyl)amino]-2-oxo-1-pyrrolidinyl]-3-fluoro-N,N-dimethylbenzamide;

4-[(3S)-3-{[(1E)-2-(5-Chloro-2-thienyl)-1-propen-1-yl]sulfonyl}(2-pyridinylmethyl)amino]-2-oxo-1-pyrrolidinyl]-3-fluoro-N,N-dimethylbenzamide;

4-((3S)-3-{[(1E)-2-(5-Chloro-2-thienyl)-1-propen-1-yl]sulfonyl}{(3,5-dimethyl-4-isoxazolyl)methyl}amino)-2-oxo-1-pyrrolidinyl]-3-fluoro-N,N-dimethylbenzamide;

4-((3S)-3-{[(1E)-2-(5-Chloro-2-thienyl)-1-propen-1-yl]sulfonyl}[2-(methyloxy)ethyl]amino)-2-oxo-1-pyrrolidinyl]-3-fluoro-N,N-dimethylbenzamide;

4-[(3S)-3-{[(1E)-2-(5-Chloro-2-thienyl)-1-propen-1-yl]sulfonyl}{2-[(1,1-dimethylethyl)oxy]ethyl}amino)-2-oxo-1-pyrrolidinyl]-3-fluoro-N,N-dimethylbenzamide;

4-[(3S)-3-{[(3-Amino-2-pyrazinyl)methyl}{[(1E)-2-(5-chloro-2-thienyl)-1-propen-1-yl]sulfonyl}amino)-2-oxo-1-pyrrolidinyl]-3-fluoro-N,N-dimethylbenzamide;

4-[(3S)-3-{[(1E)-2-(5-Chloro-2-thienyl)-1-propen-1-yl]sulfonyl}(methyl)amino]-2-oxo-1-pyrrolidinyl]-3-fluoro-N,N-dimethylbenzamide; and

4-[(3S)-3-{[(E)-2-(5-chloro-2-thienyl)ethenyl]sulfonyl}(methyl)amino]-2-oxo-1-pyrrolidinyl]-3-fluoro-N,N-dimethylbenzamide;

and/or a pharmaceutically acceptable derivative thereof.

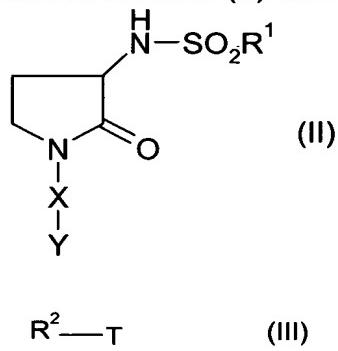
7. Cancelled.

8. (Currently amended) A pharmaceutical composition comprising a compound according to ~~any one of~~ claims 1-6 and/or ~~pharmaceutically acceptable derivative thereof~~ together with at least one pharmaceutical carrier and/or excipient.

9. Cancelled.

10. (Currently amended) A method of treating a patient suffering from a condition susceptible to amelioration by a Factor Xa inhibitor comprising administering a therapeutically effective amount of a compound according to ~~any one of~~ claims 1-6 and/or ~~pharmaceutically acceptable derivative thereof~~.

11. (Original) A process for preparing a compound of formula (I) which comprises reacting a compound of formula (II) with a compound of formula (III):



where R^2 is $-C_{1-6}\text{alkyl}$, $-C_{1-3}\text{alkylCN}$, $-C_{0-3}\text{alkyl}R^c$, $-C_{1-3}\text{alkyl}R^f$, $-C_{2-3}\text{alkyl}NR^aR^b$, $-C_{2-3}\text{alkyl}OC_{1-6}\text{alkyl}$, $-C_{2-3}\text{alkyl}OC_{1-3}\text{alkyl}CONR^aR^b$, with the proviso that R^2 does not represent $C_{2-3}\text{alkylmorpholino}$, and T is a suitable leaving group.